



IFW 3731  
PATENTS  
Attorney Docket No. 293/088

Applicants : Dennis W. Wahr et al.  
Application No. : 09/870,813 Confirmation No. : 1270  
Filed : June 1, 2001  
For : CLOSURE DEVICES, RELATED DELIVERY  
METHODS AND TOOLS, AND RELATED METHODS  
OF USE  
Group Art Unit : 3731  
Examiner : Gary Jackson

Commissioner for Patents  
P.O. Box 1450  
Alexandria, Virginia 22313-1450

TRANSMITTAL LETTER

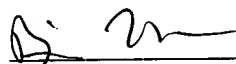
Sir:

Transmitted herewith is a Revocation of Power of Attorney, New Power of Attorney, and Change of Correspondence Address in the above-referenced application.

The Director is hereby authorized to charge any fee in connection with the papers transmitted herewith to Deposit Account No. 06-1075 (Order No. 000293-0088). A

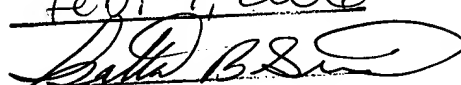
duplicate copy of this transmittal letter is enclosed  
herewith.

Respectfully submitted,



Brian E. Mack  
Registration No. 57,189  
Agent for Applicants  
Fish & Neave IP Group  
ROPES & GRAY LLP  
Customer No. 1473  
1251 Avenue of the Americas  
New York, New York 10020  
Tel.: (212) 596-9000  
Fax: (212) 596-9090

I hereby certify that this  
Correspondence is being  
deposited with the U.S.  
Postal Service as First  
Class Mail in an envelope  
Addressed to:  
Commissioner for Patents  
P.O. Box 1450  
Alexandria, VA 22313-1450 on

Feb. 7, 2006  
  
Signature

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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REVOCATION OF POWER OF ATTORNEY,  
NEW POWER OF ATTORNEY, AND  
CHANGE OF CORRESPONDENCE ADDRESS

Sir:

The assignee of the entire right, title and interest in and to the above-identified patent application by virtue of an assignment recorded on August 25, 2003 at Reel 014427, Frame 0210, hereby revokes all powers of attorney heretofore existing in said United States patent application, and hereby appoints the attorneys and agents associated with Customer No. 1473, as its principal attorneys and agents of record in said United States Patent Application, with full power of substitution and revocation including the power to appoint associate attorneys and

agents and to revoke their powers, to prosecute this application and any divisions, continuations in whole or in part, renewals and reissues of the same, to make alterations and amendments therein, to receive the Letters Patent and to transact all business in the Patent and Trademark Office pertaining thereto;

and assignee requests that communications be sent to:

Customer No. 1473  
Fish & Neave IP Group  
ROPES & GRAY LLP  
1251 Avenue of the Americas  
New York, New York 10020-1105

and that telephone calls be directed to:

Robert R. Jackson  
(212) 596-9000.

Pursuant 37 C.F.R. § 3.73(b), the undersigned hereby certifies that the evidentiary documents have been reviewed and, to the best of assignee's knowledge and belief, title is in assignee. Pursuant 37 C.F.R. § 3.73(b)(i), enclosed is a copy of a Certificate of Merger filed with the Secretary of State of Delaware merging VELOCIMED PFO, INC. with and into VELOCIMED, INC, effective January 1, 2006. Also on January 1, 2006, VELOCIMED, INC. became ST. JUDE MEDICAL, CARDIOLOGY DIVISION, INC. (See Certificate of Merger, Exhibit A, Article I). This

evidentiary document was previously submitted for recordation pursuant to 37 C.F.R. § 3.11.

Pursuant to 37 C.F.R. § 3.73(b)(2)(i), the undersigned hereby certifies that I am authorized to act on behalf of the assignee, ST. JUDE MEDICAL, CARDIOLOGY DIVISION, INC.

The undersigned hereby declares that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

ST. JUDE MEDICAL, CARDIOLOGY  
DIVISION, INC.  
ASSIGNEE

1/31/06  
Date

By: 

J. Aron Allen  
General Counsel

**CERTIFICATE OF MERGER**  
**OF**  
**Velocimed PFO, Inc., a Delaware corporation,**  
**Velocimed DMC, Inc. a Delaware corporation**  
**with and into**  
**Velocimed, Inc., a Delaware corporation,**

Pursuant to Section 251(c) of the Delaware General Corporation Law (the DGCL"), the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name and state of incorporation of each of the constituent corporations are Velocimed, Inc., a Delaware corporation; Velocimed PFO, Inc., a Delaware corporation, and Velocimed DMC, Inc., a Delaware corporation;

**SECOND:** An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Section 251(c) of the DGCL.

**THIRD:** The name of the surviving corporation is Velocimed, Inc. (the "Surviving Corporation").

**FOURTH:** The Amended and Restated Certificate of Incorporation of Velocimed, Inc. attached here as Exhibit A shall be the Certificate of Incorporation of the Surviving Corporation.

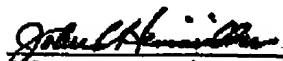
**FIFTH:** The merger is to become effective on January 1, 2006.

**SIXTH:** The Agreement of Merger is on file at 14901 DeVean Place, Minnetonka, Minnesota 55345, the place of business of the surviving corporation.

**SEVENTH:** A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said Surviving Corporation has caused this certificate to be signed by an authorized officer, the 21<sup>st</sup> day of December, 2005.

Velocimed, Inc.

  
\_\_\_\_\_  
John C. Heinmiller  
Vice President and Treasurer

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:26 PM 12/22/2005  
FILED 02:13 PM 12/22/2005  
SRV 051053663 - 3320629 FILE

**Exhibit A**

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION OF  
VELOCIMED, INC.**

**DULY ADOPTED IN ACCORDANCE WITH SECTIONS  
242 AND 245 OF THE DELAWARE GENERAL CORPORATION LAW.**

**(Original Certificate of Incorporation filed with the  
Delaware Secretary of State on November 30, 2000)**

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**ARTICLE I**

**NAME**

**The name of the Corporation is St. Jude Medical, Cardiology Division, Inc. (the  
"Corporation").**

**ARTICLE II**

**DURATION**

**The duration of the Corporation shall be perpetual.**

**ARTICLE III**

**REGISTERED OFFICE**

**The address of the registered office in the State of Delaware is The Corporation  
Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801, New Castle County,  
and the name of the registered agent at such address for service of process is The  
Corporation Trust Company.**

**ARTICLE IV**

**PURPOSE**

**The purpose of the Corporation is to engage in any lawful act or activity for  
which corporations may be organized under the Delaware General Corporation Law (the  
"DGCL").**

**ARTICLE V**  
**AUTHORIZED CAPITAL STOCK**

The aggregate number of shares that the Corporation is authorized to issue is one thousand (1,000) shares, par value once cent (\$0.01) per share, all of which shares are designated as common shares.

No shareholder of the Corporation shall have any cumulative voting rights.

No shareholder of the Corporation shall have any preemptive rights by virtue of the DGCL (or similar provisions of future law).

**ARTICLE VI**  
**BOARD OF DIRECTORS**

Any action required or permitted to be taken at a meeting of the Board of Directors of the Corporation may be taken by written action signed, or counterparts of a written action signed in the aggregate, by all of the directors unless the action need not be approved by the shareholders of the Corporation, in which case the action may be taken by a written action signed, or counterparts of a written action signed in the aggregate, by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all of the directors were present.

**ARTICLE VII**  
**BOARD POWER REGARDING BYLAWS**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, repeal, alter, amend and rescind the bylaws of the corporation.

**ARTICLE VIII**  
**ELECTION OF DIRECTORS**

Election of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

**ARTICLE IX**  
**DIRECTOR LIABILITY**

A. Each person who was or is made a party or is threatened to be made a party to or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "proceeding"), by reason of the fact that he or she is or



was a director or an officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, or trustee of another corporation or a partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan (an "indemnitee"), whether the basis of such proceeding is alleged action in an official capacity as a director, officer or trustee, or in any other capacity while serving as a director, officer or trustee, must be indemnified and held harmless by the Corporation to the fullest extent authorized by the Delaware code, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendments permits the Corporation to provide broader indemnification rights than permitted prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts paid in settlement) reasonably incurred or suffered by such indemnitee in connection therewith; *provided, however,* that, except with respect to proceedings to enforce rights to indemnification, the Corporation shall indemnify such indemnitee in connection with a proceeding (or part thereof) initiated by such indemnitee only if such proceeding (or part thereof) was authorized by the Board of Directors.

B. To the fullest extent permitted by the DGCL as the same exists or may hereafter be amended, a director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

C. If the DGCL is amended after the date of the filing of this Certificate of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors or permitting indemnification to a fuller extent, then the liability of a director of the corporation shall be eliminated or limited, and the indemnification shall be extended, in each case to the fullest extent permitted by the DGCL, as so amended from time to time. No repeal or modification of this Article IX by the stockholders shall adversely affect any right or protection of a director if the corporation existing by virtue of this Article IV at the time of such repeal or modification.

## **ARTICLE X**

### **CORPORATE POWER**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

## **ARTICLE XI**

### **CREDITOR COMPROMISE OR ARRANGEMENT**

Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Corporation

under the provisions of Section 291 of the DGCL or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under section 279 of the DGCL, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such a manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

IN WITNESS WHEREOF, the undersigned, Vice President and Treasurer of Velocimed, Inc. being duly authorized on behalf of such corporation, has executed this certificate this 21<sup>st</sup> of December, 2005.



Velocimed, Inc.

John C. Heinmiller

Vice President and Treasurer